

Prepared by:
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Telephone: (601) 987-3000

Indexing Instruction:

CERTIFICATE OF TRUST

This Certificate of Trust is executed and recorded in accordance with the provisions of Mississippi Code Annotated § 91-9-7 (1972 as amended).

The name of the trust is: The Cailan Williams Special Needs Trust. The date of the trust is November 17, 2005.

The name and address of the trustee(s) is: Morgan Chase Trust Company, 230 West Wells Street, Suite 402, Milwaukee, Wisconsin, 53203.

The name and street/mailling address of the grantor is: Brandi Williams, 2323 McIngvale Road, #403, Hernando, Mississippi, 38632 .

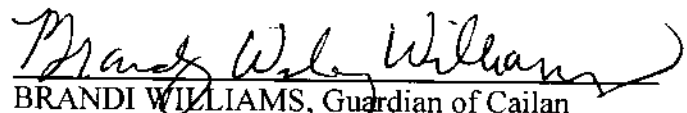
The legal description of all interests in real property owned by or conveyed to the trust is: None as of the date of execution hereof.

The trust is anticipated to terminate upon the death of the beneficiary, Cailan Williams (date of birth, July 9, 1998).

The general powers granted to the trustee are all powers allowable under the provisions of the Mississippi Uniform Trustees' Powers Law, Mississippi Code Annotated §§ 91-9-101 et seq. (1972 as amended).

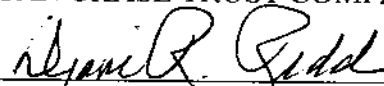
This Certificate of Trust is executed this 1st day of December, 2005.

SETTLOR:


BRANDI WILLIAMS, Guardian of Cailan
Williams

TRUSTEE(S):

MORGAN CHASE TRUST COMPANY, Trustee

BY: 

NAME: DIANE R. REDD

TITLE: Trust Officer

Prepare

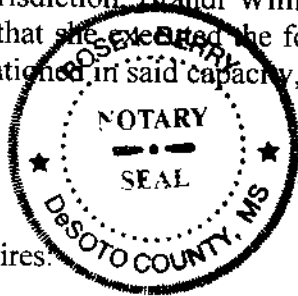
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ACKNOWLEDGEMENTS

STATE OF MISSISSIPPI

COUNTY OF Desoto

Personally appeared this 1 day of December, 2005 before me, the undersigned authority for said jurisdiction, Brandi Williams, duly appointed Guardian for Cailan Williams, who acknowledged that she ~~executed~~ the foregoing instrument of writing as Settlor on the day and year therein mentioned, in said capacity, having been first duly authorized to do so.


Rose L. Berry
 NOTARY PUBLIC

My Commission Expires:

 MY COMMISSION EXPIRES
 OCTOBER 20, 2006
STATE OF WisconsinCOUNTY OF Milwaukee

Personally appeared before me, the undersigned Notary Public, the within named Diane Redd who acknowledged to me that he/she is the Trust Officer of Morgan Chase Trust Company, and who further acknowledged to me that he/she executed the foregoing instrument for and on behalf of said corporation on the day and year therein mentioned, having been first duly authorized so to do.

 WITNESS my hand and official seal this 6 day of December, 2005.

Evela L. Dredow
 NOTARY PUBLIC

My Commission Expires:

10/29/2006